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13 Special Counsel for Appellee and
 14 Cross-Appellant David Flemmer,
 15 Chapter 11 Trustee

16 UNITED STATES DISTRICT COURT
 17 EASTERN DISTRICT OF CALIFORNIA

18 In Re CWS Enterprises, Inc., a California
 19 Corporation,

20 Debtor,

21 Spiller McProud,

22 Appellant,

23 v.

24 CWS Enterprises, Inc., a California
 25 Corporation, David D. Flemmer, Chapter 11
 26 Trustee, and Charles W. Siller,

27 Appellees.

28 And consolidated appeals and cross-appeals

Case No.: CIV S-12-0142 KJM

Bankr. Court Case No. 09-26849-C-11

Adv. Proc. Case No. 10-02226-C

**STIPULATION AND ORDER FOR
 DISBURSEMENT FROM AND CLOSING
 OF BLOCKED ACCOUNT**

Hank M. Spacone, Plan Administrator (“Spacone”) as successor to David D. Flemmer (“Flemmer”), and Spiller McProud, Attorneys at Law (“Spiller McProud”), by and between their respective attorneys, stipulate and agree as follows:

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RECITALS

1. This Court entered an order on September 17, 2014, and a judgment on September 30, 2014 (the “Order and Judgment”), in the above-referenced appeal from the bankruptcy court (the “Bankruptcy Case”). Flemmer, as Chapter 11 Trustee initially and subsequently as Plan Administrator, appealed on behalf of CWS Enterprises, Inc. (“CWS”) the Order and Judgment to the Ninth Circuit Court of Appeals.

2. As authorized by the parties’ stipulation and an order entered by this Court on December 19, 2014 [Docket Item No. 48], Flemmer on behalf of CWS ultimately established a blocked account holding \$3 million as security (the “Blocked Account”) in lieu of posting a supersedeas bond pending the appeal (the “Blocked Account Order”).

3. On September 13, 2017, the Ninth Circuit Court of Appeals affirmed the Order and Judgment. The mandate issued on October 6, 2017.

4. Spacone and Spiller McProud now desire to access the \$3 million in the Blocked Account for payment by Spacone on behalf of CWS to Spiller McProud toward the total amount due to Spiller McProud under the Third Amended Plan of Reorganization (the “Plan”) confirmed in the Bankruptcy Case.

5. Spiller McProud is establishing an escrow account at First American Title to accommodate payment of the amount due to it (the “Escrow Account”).

6. The parties have agreed to stipulate as set forth below.

STIPULATION

The Blocked Account Order should be amended to allow disbursement by Spacone, on behalf of CWS, of the \$3 million being held in the Blocked Account, plus interest if any, into the Escrow Account to facilitate payment of amounts due to Spiller McProud, and Spacone shall thereafter close the Blocked Account.

1 Dated: November 9, 2017

BENBROOK LAW GROUP, PC

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3 By /s/ Bradley A. Benbrook
BRADLEY A. BENBROOK
4 brad@benbrooklawgroup.com
Attorney for Hank M. Spacone, Plan
5 Administrator

6 Dated: November 9, 2017

DAHL LAW, ATTORNEYS AT LAW

7
8 By /s/ Walter R. Dahl
WALTER R. DAHL
9 wdahl@dahlaw.net
Attorneys for Spiller McProud, Attorneys At
10 Law

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13 **ORDER**

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15 1. The Blocked Account Order is hereby amended to allow disbursement by Hank M.
16 Spacone, Plan Administrator, on behalf of CWS of the \$3 million being held in the Blocked
17 Account, plus interest if any, into the Escrow Account to facilitate payment of amounts due to
18 Spiller McProud.

19 2. Hank M. Spacone, Plan Administrator, shall thereafter close the Blocked Account.

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21 DATED: November 9, 2017.

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23 
24 UNITED STATES DISTRICT JUDGE
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